

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

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METRO FUEL LLC, a Delaware limited
liability company,

No. C07-6067 JSW

Plaintiff,

vs.

CITY OF SAN FRANCISCO, a municipal corporation,
COUNTY OF SAN FRANCISCO, a subdivision of the
State of California, CITY AND COUNTY OF SAN
FRANCISCO, a chartered California city and county.

Defendants.
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DECLARATION OF MICHAEL A. FREEDMAN

MICHAEL A. FREEDMAN declares under penalty of perjury, pursuant to 28
U.S.C. § 1746, that the following is true and correct:

1. I am the Chief Executive Officer of Fuel Outdoor Holdings, LLC, the
parent of the plaintiff in this case, Metro Fuel LLC (“Fuel”). I submit this Reply Declaration in
further support of Fuel’s motion for a preliminary injunction.

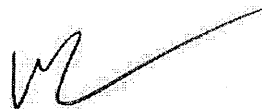
2. I understand that the City of San Francisco (the “City”) has argued that
Fuel has not satisfied the first prong of the *Central Hudson* test because Fuel’s signs allegedly
advertise unlawful activities or are otherwise misleading. That is patently false. When I was
informed about this accusation, I personally reviewed a report of every company that has placed
advertisements on Fuel’s panel signs in San Francisco since Fuel entered the market in 2006.
This report confirmed that all of Fuel’s advertisers are legitimate, reputable companies – such as
Starbucks, Land Rover, eBay, Jet Blue, and Bristol Myers Squibb – running many of the very

same advertisements that appear on the City's street furniture. Contrary to the City's unsupported innuendo, Fuel does not accept advertisements from companies advertising unlawful activities or making misleading claims.

3. Similarly false is the City's suggestion, made through the Declaration of Daniel Sider, that there is anything improper or substandard about the electrical wiring serving Fuel's panel sign located at 2399 Market Street. Mr. Sider, who apparently is not an electrician, suggests that it "appeared" to his untrained eye that the base plate and tubing for the wiring "lacked adequate painting or other coating." Sider Decl. ¶ 6. Though he wisely does not go so far to say in his sworn declaration that this panel sign violates the electrical code, he implies it, and his implication is wrong. This panel sign complies with the electrical code, has been inspected by the City, and has been issued a valid electrical permit. A true and correct copy of the electrical permit for Fuel's panel sign at 2399 Market Street is attached hereto as Exhibit A.

4. I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: September 12, 2008
New York, New York



MICHAEL A. FREEDMAN